

UNITED STATES DISTRICT COURT  
SOUTHERN DISTRICT OF NEW YORK

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PROFESSIONAL FIGHTERS LEAGUE, LLC, :  
: Plaintiff, :  
-against- :  
: : 24-cv-1335 (VEC)  
: :  
TAKEOVER INDUSTRIES INC., also known as : ORDER  
NXT LVL, :  
: :  
Defendant. :  
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VALERIE CAPRONI, United States District Judge:

WHEREAS on February 22, 2024, Plaintiff filed a Complaint against Defendant Takeover Industries, Inc., also known as NXT LVL; Compl., Dkt. 1;  
WHEREAS although Plaintiff does not allege explicitly the basis for subject matter jurisdiction in the Complaint, Plaintiff asserted that the parties are diverse in its civil cover sheet, Dkt. 3 at 2;

WHEREAS “a limited liability company has the citizenship of its members,” *see Jean-Louis v. Carrington Mortg. Servs., LLC*, 849 F. App’x 296, 298 (2d Cir. 2021);

WHEREAS a complaint premised upon diversity of citizenship must allege the citizenship of natural persons who are members of an LLC and the place of incorporation and principal place of business of any corporate entities that are members of the LLC (including the citizenship of any members of the LLC that are themselves LLCs), *see Handelsman v. Bedford Vill. Assocs. L.P.*, 213 F.3d 48, 51–52 (2d Cir. 2000); *see also, e.g., In re Bank of Am. Corp. Sec., Derivatives, and ERISA Litig.*, 757 F. Supp. 2d 260, 334 n.17 (S.D.N.Y. 2010);

WHEREAS the Complaint alleges that Plaintiff Professional Fighters League, LLC is a limited liability company that is incorporated under the laws of the State of New York and has a principal place of business in New York, *see* Compl. ¶ 1;

WHEREAS the Complaint alleges that Defendant Takeover Industries, Inc. is a limited liability company with its principal place of business in Nevada, *see* Compl. ¶ 2; and

WHEREAS the Complaint does not allege Plaintiff's members, the citizenships of Plaintiff's members, Defendant's members, or the citizenships of Defendant's members;

IT IS HEREBY ORDERED that by no later than **Tuesday, March 19, 2024**, Plaintiff must file an amended complaint that cures the deficiencies described herein or the complaint will be dismissed without prejudice for lack of subject matter jurisdiction.

**SO ORDERED.**

Date: **March 11, 2024**  
**New York, New York**

  
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**VALERIE CAPRONI**  
**United States District Judge**